

DECLARATION AND POWER OF ATTORNEY

We, Joseph D. Kunzeman and Thomas L. Derry, declare that we are citizens of the United States of America, residing respectively at Decatur, Illinois and Edwards, Illinois, and that we believe we are the original, first, and joint inventors of the subject matter which is claimed and for which a patent is sought on the invention entitled:

**APPARATUS AND METHOD FOR REDUCING WORK MACHINE NOISE BASED ON
LOCATION**


the specification of which is attached hereto.

We hereby state that we have reviewed and understand the contents of the above identified specification, including the claims.

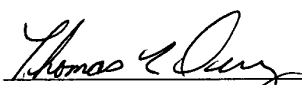
We acknowledge the duty to disclose to the Patent and Trademark Office all information known to be material to patentability as defined in §1.56. We further declare that no application for patent or inventor's certificate on this invention has been filed in any country foreign to the United States of America prior to this application by us or our legal representatives or assigns.

We hereby appoint Thomas L. Derry, Patent Office Reg. No. 46,660, telephone (309) 675-1029, J. Wesley Blumenshine, Patent Office Reg. No. 32,399, telephone (309) 675-5537, J. W. Keen, Patent Office Reg. No. 28,432, telephone (309) 675-5753, and Dennis C. Skarvan, Patent Office Reg. No. 35,360, telephone (309) 675-6060, our attorneys and/or agents, with full power of substitution and revocation, to prosecute this application and to transact all business in the Patent and Trademark Office connected with this application. Please address all correspondence to: Thomas L. Derry, Caterpillar Inc., Intellectual Property Department, AB6490, 100 N.E. Adams Street, Peoria, Illinois 61629-6490.

We hereby declare that all statements made herein of our own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements are made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

 23 Feb 01

JOSEPH D. KUNZEMAN Date
919 W. William Street
Decatur, Illinois 62522

 3-6-01

THOMAS L. DERRY Date
10016 W. Wood Street
Edwards, Illinois 61528

RECEIVED - 422000000